IN THE HIGH COURT OF JUDICATURE AT BOMBAY

O. O. C. J.

COMPANY PETITION NO.101 OF 2007
CONNECTED WITH
COMPANY APPLICATION NO.1155 OF 2006

In the matter of Scheme of Amalgamation of Conmix (India) Private Limited with Saint – Gobain Weber (India) Limited.

Conmix (India) Pvt. Ltd. ..Petitioner company.

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Mr. Rajesh Shah for the Petitioner.
Mr. C.J. Joy with Mr. G.C. Mishra for the Regional Director.
Mr. S. Ramakantha, Dy. Official Liquidator present.

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CORAM: **DR. D.Y. CHANDRACHUD, J.**

16th June, 2007.

P.C. :

1. The sanction of the Court is sought under the provisions of Sections 391 to 394 of the Companies Act, 1956 to the scheme of amalgamation. The Petition before the Court is by the transferor which is a wholly owned subsidiary of the transferee. In view of the judgment of this Court in **Mahaamba Investment Limited v. IDI Limited**[1] the filing of the Petition by the transferee company was dispensed with by an order dated 1st December, 2006 of a Learned

1 (2001) 105 Company Cases 16.

Single Judge of this Court.

2. The appointed date under the scheme is 1st October, 2005. The details of the statutory compliances have been furnished by Counsel appearing for the Petitioner and they are as follows :

i) Consent letters have been obtained from all the equity shareholders of the Petitioner;

ii) There are no secured creditors and

iii) The Petitioner has served individual notices on all the unsecured creditors.

No objection has been received. The Regional Director has stated before the Court that the scheme as proposed is not contrary to the public interest or to the shareholders, creditors or public. Since all the requisite compliances have been fulfilled, there is no reason why the scheme as proposed should not be sanctioned. The Petition

is accordingly made absolutely in terms of prayer clauses (a) to (i).

The Petitioner to pay costs of Rs.2,500/- each to the Regional Director and the Official Liquidator within four weeks.

Filing and issuance of drawn up order is dispensed with.

All authorities concerned to act on an authenticated copy of this order issued by the office of this Court.